

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
Richmond Division

In re:)
)
CIRCUIT CITY STORES, INC., et al.,) Case No. 08-35653-KRH
) Chapter 11
Debtors.) (Jointly Administered)

**SECOND AMENDED VERIFIED STATEMENT OF
REPRESENTATION BY HIRSCHLER FLEISCHER, P.C.**

Hirschler Fleischer, P.C., pursuant to Rule 2019 of the Federal Rules of Bankruptcy Procedure, hereby submits the following disclosure as counsel for multiple parties in the above-styled bankruptcy proceedings:

1. Hirschler Fleischer, P.C. has been retained by various interested parties, landlords and/or creditors to represent their interests in this bankruptcy proceeding, which interests include, but are not limited to, resolving issues relating to the landlords' respective nonresidential leases and filing appropriate claims for all clients.

2. Hirschler Fleischer, P.C. serves as counsel for the following parties:

<u>Name</u>	<u>Address</u>	<u>Interest</u>
Altamonte Springs Real Estates Associates, LLC	501 Washington Ave. Pleasantville, NY 10570	Landlord
Basile Limited Liability Company	c/o Victor J. Basile 43 Ridgecrest Lane Bristol, CT 06010-2910	Landlord
502-12 86 th Street LLC	c/o Century 21 22 Cortlandt St.	Landlord

Michael P. Falzone (VSB No. 22324)
Robert S. Westermann (VSB No. 43294)
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	New York, NY 10007	
Woodlawn Trustees, Incorporated	1020 N. Bancroft Parkway 2nd Floor Wilmington, DE 19805	Landlord
Remount Road Associates Limited Partnership	5815 Westpark Drive Charlotte, NC 28217-3554	Landlord
Cottonwood Corners – Phase V, LLC	c/o David Smoak 4801 Lang Ave., NE Suite 210 Albuquerque, NM 87109	Landlord
Spring Hill Development Partners, GP, Dickson Management Associates, LLC and Gallatin Management Associates, LLC	c/o Spring Hill Development Partners, GP 201 Summit View Dr. Suite 110 Brentwood, TN 37027	Landlord
RTS Marketing, Inc.	23 W. Broad Street Suite 303 Richmond, VA 23220	Creditor
Modelogic, Inc.	c/o Stacie Vanchieri 2501 E. Broad St. Richmond, VA 23223	Creditor
Fuel Creative, Inc.	c/o Trish Thaggard 15 S. 23 rd Street Richmond, VA 23223	Creditor
Martinair, Inc.	c/o Alec Kempe P.O. Box 485 Sandston, VA 23150	Creditor
Huntington Mall Company	c/o Richard T. Davis, Esq. 2445 Belmont Ave. P.O. Box 2186 Youngstown, OH 44504-0186	Landlord
Kentucky Oaks Mall Company	c/o Richard T. Davis, Esq. 2445 Belmont Ave. P.O. Box 2186 Youngstown, OH 44504-0186	Landlord

Howland Commons Partnership	c/o Richard T. Davis, Esq. 2445 Belmont Ave. P.O. Box 2186 Youngstown, OH 44504-0186	Landlord
The Cafaro Northwest Partnership, dba South Hill Mall	c/o Richard T. Davis, Esq. 2445 Belmont Ave. P.O. Box 2186 Youngstown, OH 44504-0186	Landlord
Cameron Group Associates, LLP	c/o Andrew M. Brumby, Esq. Shutts & Bowen, LLP 300 South Orange Avenue, Suite 1000 Orlando, FL 32801	Landlord
Systemax, Inc.	c/o Elise S. Frejka, Esq. Special Counsel Kramer Levin Naftalis & Frankel LLP 1177 Avenue of the Americas New York, NY 10036	Party-in- Interest
Vertis, Inc.	c/o John J. Cruciani, Esq. Husch Blackwell Sanders LLP 4801 Main Street, Suite 1000 Kansas City, MO 64112	Creditor

3. Hirschler Fleischer, P.C. was retained by the general counsel or other counsel for each of the aforementioned clients, or directly by the clients.

4. At the time of Hirschler Fleischer, P.C.'s employment, it did not own claims or interests against the debtors in the instant bankruptcy proceedings.

5. Hirschler Fleischer, P.C. is employed only as counsel and is not authorized to otherwise act on behalf the aforementioned clients pursuant to any instruments.

6. Under the penalty of perjury, this statement is made by Sheila deLa Cruz, an attorney of the law firm of Hirschler Fleischer, P.C. and who is duly admitted to the bar of the

Commonwealth of Virginia. This statement is made to the best of her knowledge and belief and is verified to be true and correct as of the date hereof.

Dated: May 13, 2009

HIRSCHLER FLEISCHER, P.C.

By: /s/ Michael P. Falzone
Counsel

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Associates, LLC, Basile Limited Liability
Company, 502-12 86th Street, LLC,
Woodlawn Trustees, Incorporated, Remount
Road Associates Limited Partnership,
Cottonwood Corners – Phase V, LLC, RTS Marketing
LLC, Spring Hill Development Partners, GP,
Dickson Partners, GP, Management Associates, LLC,
Gallatin Management Associates, LLC, Modelogic, Inc.,
Fuel Creative, Inc., Martinair, Inc., Huntington Mall Company,
Kentucky Oaks Mall Company, Howland Commons Partnership,
The Cafaro Northwest Partnership, dba South Hill Mall,
Cameron Group Associates, LLP and Systemax, Inc.*

CERTIFICATE OF SERVICE

I hereby certify that on the 13th day of May, 2009, I caused a copy of the foregoing to be served by electronic means on the “2002” and “Core” lists and through the ECF system.

/s/ Michael P. Falzone
Michael P. Falzone